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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, et al.,)	
)	Chapter 11
Debtors.)	
)	Jointly Administered

DECLARATION OF SERVICE

STATE OF NEW YORK :
: ss.:
COUNTY OF NEW YORK :

I, REBECCA S. KAHAN, being sworn, say:

1. I am not a party to the action, am over eighteen years of age and I am an attorney at the law firm of Dechert LLP with a place of business located at 1095 Avenue of the Americas, New York, New York 10036.

2. On June 24, 2013, I caused to be served true and correct copies of the *Omnibus Reply of certain RMBS Trustees to Responses to the Debtors' Motion for an Order under Bankruptcy Code Sections 105(a) and 363(b) Authorizing the Debtors to Enter into and Perform under a Plan Support Agreement with Ally Financial Inc., the Creditors' Committee, and Certain Consenting Claimants* [Docket No. 4061] ("RMBS Trustees Omnibus Reply") through the Court's CM/ECF system upon all registered electronic filers appearing in this case and by sending true copies by Overnight Mail to the parties listed on the attached as **Exhibit 1**.

3. On June 24, 2013, I caused to be served true and correct copies of the RMBS Trustees Omnibus Reply by sending true copies by Electronic Mail and Overnight Mail upon all parties on the Special Service List attached hereto as **Exhibit 2**.

4. I certify under penalty of perjury that, to the best of my knowledge, the foregoing is true and correct.

/s/ Rebecca S. Kahan

Rebecca S. Kahan

EXHIBIT 1

The Office of the United States Attorney General
U.S. Department Justice
950 Pennsylvania Avenue NW
Washington, DC 20530-0001
Attention: US Attorney General, Eric H. Holder, Jr.

Office of the New York State Attorney General
The Capitol
Albany, NY 12224-0341
Attention: Nancy Lord, Esq.

Munger, Tolles & Olson LLP
355 South Grand Avenue
Los Angeles, CA 90071
Attention: Thomas Walper

EXHIBIT 2

In re Residential Capital, LLC,
Case No. 12-12020 (MG)
Special Service List

NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
Chadbourne & Parke LLP	Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman	30 Rockefeller Plaza		New York	NY	10112		212-408-5100	212-541-5369	hseife@chadbourne.com ; dlemay@chadbourne.com ; rgayda@chadbourne.com ; mroitman@chadbourne.com	Counsel to the Examiner, Arthur J Gonzalez
Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl		New York	NY	10013		212-723-6753	646-291-3799	bobbie.theivakumaran@city.com	Secured lender under the Mortgage Servicing Rights Facility
Cleary Gottlieb Steen & Hamilton LLP	Sean A O Neal and Thomas J Moloney	One Liberty Plaza		New York	NY	10006		212-225-2000	212-225-225-3999	maofiling@cgsh.com ; tmoloney@cgsh.com ; seoneal@cgsh.com ; jennifer.demarco@cliffordchance.com ; adam.lesman@cliffordchance.com ; peter_mcgonigle@fanniemae.com	Special Counsel to Wilmington Trust National Association as Indenture Trustee for Various Series of Unsecured Notes
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	31 West 52nd St		New York	NY	10019		212-878-8000	212-878-8375		Counsel to Ocwen Loan Servicing LLC
Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300		Philadelphia	PA	19103		215-575-1578	240-699-2178		Prepetition Lender - Fannie EAF
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346		800-973-0424	855-235-6787		Internal Revenue Service
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104			855-235-6787		Internal Revenue Service
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201		800-913-9358			Internal Revenue Service
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave		New York	NY	10178		212-808-7800	212-808-7987	kdwbankruptcydepartment@kelleydrye.com	Counsel to UMB Bank N.A. as Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
Kirkland & Ellis	Richard M Cieri	601 Lexington Ave		New York	NY	10022		212-446-4770	212-446-4900	richard.cieri@kirkland.com	Counsel to the Equity Security Holders (Ally Financial and Ally Bank)
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave		New York	NY	10022-4611		212-446-4800	212-446-4900	ray.schrock@kirkland.com ; richard.cieri@kirkland.com ; stephen.hessler@kirkland.com ; projectrodeo@kirkland.com ; William.b.Solomon@ally.com ; Timothy.Devine@ally.com ; john.bellaver@ally.com	Counsel to the Ally Financial Inc. & Ally Bank
Kramer Levin Naftalis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman	1177 Avenue of the Americas		New York	NY	10036		212-715-9100	212-715-8000	keckstein@kramerlevin.com ; tmayer@kramerlevin.com ; dmannal@kramerlevin.com ; jtrachtman@kramerlevin.com ; pbentley@kramerlevin.com ; dmannal@kramerlevin.com ; szide@kramerlevin.com	Counsel to the Official Committee of Unsecured Creditors
Kurtzman Carson Consultants	P Joe Morrow	2335 Alaska Ave		El Segundo	CA	90245				rescapinfo@kccllc.com	Claims and Noticing Agent
Loeb & Loeb LLP	Walter H Curchack, Vadim J Rubinstein & Debra W Minoff	345 Park Ave		New York	NY	10154		212-407-4000	212-407-4990	wchurchack@loeb.com ; omdminoff@loeb.com	Counsel to Wilmington Trust NA, as Indenture Trustee
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	1 Chase Manhattan Plaza		New York	NY	10005		212-530-5670	212-822-5670	guzzi@milbank.com	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Morrison & Foerster LLP	Attn Tammy Hamzehpour	1290 Avenue of the Americas		New York	NY	10104				Tammy.Hamzehpour@gmascrescap.com ; il.homer@gmascrescap.com ; Colette.wahl@gmascrescap.com ; Deanna.horst@gmascrescap.com ; William.thompson@gmascrescap.com ; Eileen.oles@gmascrescap.com ; Lauren.delehey@gmascrescap.com ; Julie.busch@gmascrescap.com ; Patty.Zellmann@ally.com	Residential Capital LLC
Morrison & Foerster LLP	Larren M Nashelsky, Gary S Lee & Lorenzo Marinuzzi & Kayvan B Sadeghi	1290 Avenue of the Americas		New York	NY	10104		212-468-8000	212-468-7900	lnashelsky@mofo.com ; glee@mofo.com ; marinuzzi@mofo.com ; ksadeghi@mofo.com	Counsel to the Debtors
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol		Albany	NY	12224-0341		518-474-5481		enid.stuart@OAG.State.NY.US	Office of the New York Attorney General
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007		212-637-2200	212-637-2685; 914-993-1980; 212-637-2745	joseph.cordaro@usdoj.gov	Office of the United States Attorney for the Southern District of New York
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549		202-942-8088	202-772-9317; 202-772-9318	secbankruptcy@sec.gov	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022		212-336-1100	212-336-1320	secbankruptcy@sec.gov ; sec.gov.newyork@sec.gov ; y.bankruptcynotices@sec.gov	Securities and Exchange Commission - New York Regional Office
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286					Indenture Trustee under the Pre-Petition GSAP Facility
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW		Washington	DC	20530-0001		202-514-2063	202-307-6777	AskDOJ@usdoj.gov	Office of the United States Attorney General
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl		New York	NY	10007				joseph.cordaro@usdoj.gov	Counsel to the United State of America
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004		212-510-0500	212-668-2255	Tracy.Davis2@usdoj.gov ; Linda.Riffkin@usdoj.gov ; Brian.Masumoto@usdoj.gov	Office of the United States Trustee for the Southern District of New York
Wells Fargo Bank NA	Attn Corporate Trust Services - GMACH Home Equity Notes 2004 Variable Funding Trust	PO Box 98		Columbia	MD	21046					GMEN Indenture Trustee at Corporate Trust Office